

December 02, 2020

EDWARD J. EMMONS, CLERK

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION



Signed and Filed: December 2, 2020

Bankruptcy Case No. 19-30088 (DM)

In re:

PG&E CORPORATION,

- and -

PACIFIC GAS AND ELECTRIC
COMPANY,

Debtors.

☐ Affects PG&E Corporation☐ Affects Pacific Gas and Electric
Company☒ Affects both Debtors* All papers shall be filed in the Lead
Case No. 19-30088 (DM).

DENNIS MONTALI
U.S. Bankruptcy Judge
**FINAL ORDER REGARDING FINAL FEE
APPLICATION OF CENTERVIEW
PARTNERS LLC FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FEBRUARY 15, 2019 THROUGH
JUNE 30, 2020**

Hearing: November 17, 2020 at 10:00 am (PT)

Location: United States Bankruptcy Court
Courtroom 17, 450 Golden Gate Ave., 16th Floor
San Francisco, CA

Re: Docket No. 8887

Upon consideration of the *Final Fee Application of Centerview Partners LLC for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period February 15, 2019 through June 30, 2020* (the "Final Fee Application") [Docket No. 8887], filed on August 28, 2020 by Centerview Partners LLC ("Centerview"), as investment banker to the official committee of unsecured creditors (the "Committee") of the above captioned debtors and debtors in possession (collectively, the "Debtors"), for the final allowance of fees and expenses incurred during the period of February 15, 2019 through June 30, 2020 (the "Compensation Period"), pursuant to the *Order Pursuant to 11 U.S.C. §§ 331 and 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Interim Compensation Order") [Docket No. 701] and the *Amended Order Granting Fee Examiner's Motion to Approve Fee Procedures* (the "Fee Procedures Order") [Docket No. 5168], the Court finds that: (a) it has jurisdiction over the

1 matters raised in the Final Fee Application pursuant to 28 U.S.C. § 1334; (b) this is a core
2 proceeding pursuant to 28 U.S.C. § 157(b); (c) the fees and expenses requested in the Final Fee
3 Application are reasonable, necessary, and beneficial to the Debtors' estates and should be
4 allowed on a final basis; (d) proper and adequate notice of the Final Fee Application and any
5 hearing thereon has been given pursuant to the *Notice of Hearing on Final Applications Allowing*
6 *and Authorizing Payment of Fees and Expenses of Multiple Fee Applicants Based Upon*
7 *Compromises with the Fee Examiner (1st Set)* [Docket No. 9358] (the "Hearing Notice"), no
8 objections to the Final Fee Application having been filed, and no other or further notice is
9 required; and (e) good and sufficient cause exists for granting the relief herein; and that, pursuant
10 to the Fee Procedures Order, Centerview and Bruce A. Markell, the fee examiner appointed in
11 these chapter 11 cases (the "Fee Examiner"), have engaged in arm's length settlement
12 discussions regarding Centerview's fees and expenses, which has resulted in an agreement
13 regarding an overall reduction in the amount of compensation and expenses set forth herein and
14 in the Notice; and after due deliberation upon the Final Fee Application, and in connection with
15 the Interim Compensation Order and Fee Procedure Order, and all other relevant proceedings
16 before the Court in connection with the Final Fee Application; and upon the full record of all
17 proceedings in this case; and sufficient cause having been shown therefor, **IT IS HEREBY**
18 **ORDERED THAT:**

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20 1. The Final Fee Application is granted and approved as set forth herein, granting
21 Centerview payment in final consideration for its service to the Committee.

22 2. Centerview shall be allowed as final compensation of fees and reimbursement of
23 expenses for services rendered on behalf of the Committee: (i) a total amount of \$15,625,000.00
24 in fees, (ii) \$195,778.54 for the reimbursement of expenses, less (iii) \$81,236.01, which is the
25 agreed upon reduction reached with the Fee Examiner, for a total compensation amount of
26 \$15,739,542.53;

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28 3. To date, pursuant to the Interim Compensation Order, and as shown in Exhibit A
to the Notice (a copy of which is attached to this Order), Centerview has been paid

1 \$3,200,000.00 in fees and \$195,778.00 for the reimbursement of expenses, and the Debtors are
2 authorized and directed to pay Centerview \$12,143,763.99 in final compensation for the
3 outstanding professional services rendered and in reimbursement of its expenses incurred and
4 outstanding during the Compensation Period.

5 4. This Court shall retain jurisdiction to hear and determine all matters arising from
6 or related to the implementation, interpretation, or enforcement of this Order.

7 5. This Order shall be effective immediately upon entry.
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12 Reviewed and Approved by:

13
14 /s/ Scott McNutt
15 Scott McNutt
16 Counsel to Fee Examiner
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